CÔNG TY CỔ PHẦN ĐẦU TƯ NĂM BẢY BẢY
Trụ sở chính:
152 Điện Biên Phủ, Phường 25, Quận Bình Thạnh, TP. HCM
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DRAFT REGULATIONS ON ELECTION

OF THE BOARD OF DIRECTORS AND BOARD OF SUPERVISORS

FOR THE 2025 – 2030 TERM

Pursuant to the Law on Enterprises No. 59/2020/QH14 issued on June 17, 2020;
Pursuant to the Charter of Nam Bay Bay Investment Corporation.

I. Explanation of Terms

- NBB : Nam Bay Bay Investment Corporation
- BOD : Board of Directors
- BOS : Board of Supervisors
- Delegate : Shareholders, representatives (authorized persons)

II. The Presiding Board

The Presiding Board at the meeting is responsible for presiding over the election, specifically:

- Introducing the list of nominations for the Board of Directors and the Board of Supervisors;
- Resolving complaints regarding the election (if any).

III. Number of Elections, Term, and Standards for BOD Members

1. Number of Elected BOD Members : According to the Company Charter, the number of BOD members ranges from five (05) to eleven (11).
2. Election Term : 2025 – 2030
3. Maximum Number of BOD Candidates : No limit.
4. Standards for BOD Candidates : According to the Notice On Standards, Conditions, and Procedures for Nomination of Members of the Board of Directors, the Board of Supervisors of Nam Bay Bay Investment Corporation for the term 2025 – 2030.

IV. Number of Elections, Term, and Standards for BOS Members

1. Number of Elected BOS Members : According to the Company Charter, the number of BOS members ranges from three (03) to five (05).
2. Election Term : 2025 – 2030
3. Maximum Number of BOD Candidates : No limit.
4. Standards for BOD Candidates : According to the Notice On Standards, Conditions, and Procedures for Nomination of Members of the Board of Directors, the Board of Supervisors of Nam Bay Bay Investment Corporation for the term 2025 – 2030.

V. Election Principles

- Implement in accordance with the provisions of the law and the Company Charter.

- The Voting Committee is appointed by the Presiding Board and approved by the meeting. Members of the Voting Committee must not be on the nomination list for the BOD and BOS.

VI. Regulations on Nominating Members of the Board of Directors and Board of Supervisors

Shareholders or group of shareholders that hold at least 10% of ordinary shares are entitled to nominate candidates for the Board of Directors and the Board of Supervisors as follows:

1. Ordinary shareholders forming a group to nominate individuals to the Board of Directors and the Board of Supervisors must notify other shareholders about the group meeting before the opening of the AGM.
2. Based on the number of members of the Board of Directors and the Board of Supervisors, shareholders or groups of shareholders specified in this section have the right to nominate one or several individuals according to the decision of the AGM to be candidates for the Board of Directors and the Board of Supervisors. If the number of candidates nominated by shareholders or groups of shareholders is less than the number they are entitled to nominate according to the decision of the AGM, the remaining candidates will be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

VII. Nomination Documents for the BOD and BOS

1. Nomination Documents for the BOD and BOS

Shareholders/groups of shareholders meeting the conditions specified in Sections I and II of this Notice must submit the relevant documents for the nomination to NBB. The application documents include:

- Documents proving shareholders or group of shareholders' ownership of voting shares.
- 03 original copies of the Notice on the nomination of candidates for election to the Board of Directors/Board of Supervisors of Nam Bay Bay Investment Corporation for the term 2025 – 2030 (Form 1) or the Notice on Self-Nomination for election to the Board of Directors/Board of Supervisors of Nam Bay Bay Investment Corporation for the term 2025 – 2030 (Form 2);
- 03 original copies of Candidate Profile (Form 3);
- 02 notarized copies of (i) valid ID Card/Citizen Identity Card (if Vietnamese); or (ii) Passport (if overseas Vietnamese or foreigner);
- 02 notarized copies of diplomas, degrees, certificates verifying educational and professional qualifications.

The forms are available on the Company website at: http://nbb.com.vn.

2. Information on application documents submission

Nominator/nominees are fully responsible before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the content in their nomination.

Shareholders/groups of shareholders must submit the application documents related to the nomination for membership of the Board of Directors/Board of Supervisors to NBB's office at the following address:

NAM BAY BAY INVESTMENT CORPORATION

Address: CII TOWER, 152 Dien Bien Phu, Ward 25, Binh Thanh District, Ho Chi Minh City

Telephone: (028) 62 577577 Fax: (028) 62 615 577

The deadline for submitting application documents is **11:30 AM on April 17, 2025**. After this deadline, nomination for election to the Board of Directors/Board of Supervisors of Nam Bay Bay Investment Corporation for the term 2025 – 2030 will not be presented at the Annual General Meeting of Shareholders for the financial year 2024.

VIII. Voting Method

- Conducted by cumulative voting method (According to Clause 3, Article 148 of the Law on Enterprises).
- Each delegate has a total number of votes corresponding to the total number of shares owned, representing ownership (x) with the number of members to be elected to the Board of Directors and the Board of Supervisors.
- Attending delegates have the right to allocate all their votes to one or several candidates.
- In the event that additional candidates arise on the day of the meeting, delegates may contact the Voting Committee to request a new ballot and must return the old ballot (before placing it in the ballot box).

IX. Voting Ballot

1. Content of the Voting Ballot

- The voting ballot includes the Delegate Code, the number of shares owned and/or represented, and has the Company seal.
- Each delegate will receive two (02) types of voting ballot: a ballot for the Board of Directors (Pink) and a ballot for the Board of Supervisors (Blue). Delegates must check the information on the ballot; if there are any errors, they must report them immediately to the Voting Committee.

2. Fill Out the Voting Ballot

+ Delegates can vote for a maximum number of candidates equal to the number of positions to be filled.
+ If voting all votes for one or more candidates, delegates mark the "Cumulative Voting" box for the corresponding candidates.
+ If voting an uneven number of votes for multiple candidates, delegates clearly indicate the number of votes in the "Number of Votes" box for the corresponding candidates.

Note: If a delegate marks the "Cumulative Voting" box and also indicates a number in the "Number of Votes" box, the result will be based on the number indicated in the "Number of Votes" box.

3. Validity and Invalidity of the Voting Ballot

- A valid voting ballot is one that is according to the pre-printed template issued by the organizing committee, without erasures, alterations, or additional content outside what is allowed, and must contain the signature and full name of the attending delegate.
- The following voting ballots will be considered invalid:
  - + Adding other content to the voting ballot.
  - + Writing on the voting ballot with a pencil.
  - + Crossing out candidates' names.
  - + Voting ballots not following the pre-printed template issued by the organizing committee, ballots without the Company seal, or those that have been erased, altered, or contain additional content outside the regulations.
  - + The number of candidates voted for exceeds the number of positions to be filled.
  - + The total number of votes for candidates by a shareholder or representative exceeds the total number of votes allowed.
  - + Voting ballots submitted after the Voting Committee has unsealed the ballot box.
  - + Absence of the attending delegate's signature.

4. Voting and Counting Votes

- In case of errors, shareholders can contact the Voting Committee to request a new voting ballot and must return the old ballot (before placing it in the ballot box).
- Delegates cast their votes into a sealed ballot box monitored by the Voting Committee.
- After voting concludes, the counting of votes will take place under the supervision of the Board of Supervisors or shareholder representatives.
- The Voting Committee is responsible for recording the counting process, announcing the results, and resolving any inquiries or complaints from shareholders (if any) along with the Presiding Board.
- Ballots will be stored according to regulations after counting.

5. Election Principles for Candidates *(According to Article 148 of the Law on Enterprises)*

- Elected members of the BOD or BOS are determined by the number of votes received, ranked from highest to lowest, starting from the candidate with the highest votes until the required number of members is reached.
- In case of two (02) or more candidates receiving the same number of votes for the last position on the BOD or BOS, a re-election will be conducted among those candidates.
- If the first election does not yield enough members for the BOD or BOS, elections will continue until the required number of members is elected.

X. Effectiveness

This election regulation takes effect immediately upon approval by the General Meeting of Shareholders. This regulation will cease to be effective when the 2024 Annual General Meeting of Shareholders of Nam Bay Bay Investment Corporation concludes.